

stated that when the amount owed Mr. Miller came to \$700.00, he was going to give Mr. Miller a check for \$700.00 and a release to sign. Marvin Mercer stated that this would have constituted "full payment". He stated that Mr. Miller had said that the payment of the benefits was not applicable against the cost of what was owed him. Marvin Mercer stated that it was not a valid contract, but that the Corporation honored it. He stated that the Corporation was willing to give Mr. Miller the money if he signed the release. When the release wasn't signed, the check was not issued by Marvin Mercer.

Jack Linton asked Marvin Mercer what he told Mr. Miller about signing the contract. Jack Linton stated that if Mr. Miller sued us--

Dr. Clymer inquired as to the "relevancy" of this.

Jack Linton stated that it is "important to see who has authority".

A discussion ensued about who was right.

Dr. Clymer spoke of "that great hiatus period of 6-7 years", and said for that period, we--

Jack Linton inquired about who's "we".

Dr. Clymer spoke of the Directors, and referred to Jack Linton's duties as legal counsel and personal attorney.

Jack Linton stated that it was all agreed to at a Board of Directors meeting.

Dr. Clymer spoke of a doctor who has a patient. He stated that the patient better follow the doctor's orders.

Dr. Clymer stated that when Mr. Mercer is attacked, he asked that Jack Linton "look at own situation".

Jack Linton stated that he agreed.

Mike Parker asked Jack Linton if he was the Secretary of STV, Reading, Inc.

Jack Linton stated that yes, he was, "at one time".

Mike Parker asked if Jack Linton could explain the checks.

Jack Linton stated that Mike Parker was familiar with it, and that they'd talked about it.

Jack Linton further noted that Marvin Mercer was refusing to answer questions.

Ben Bowers asked that the original fax from Alan Dubroff be produced.

Marvin Mercer stated that the actual piece of paper was not there. He stated that copies were.

Mike Parker stated that he had the original.

Marvin Mercer provided Ben Bowers with copies of the 2-page fax from Alan Dubroff.

Ben Bowers requested Marvin Mercer to sign and date what he'd just read to the Shareholders.

Dr. Stoudt raised a question about the Movie Store.

Mike Parker stated that this pertained to STV, Reading. Mike Parker stated that he wanted an "accounting of those funds", and that he had asked the I.R.S. to do an audit of STV's books.

Mike Parker stated that a point has been reached. He spoke of the salary question, and not being approved by Bankruptcy Court. Mike Parker stated that what was approved was \$1,000.00 per month. Mike Parker inquired whether the approval came in 1983 or 1984. Mike Parker stated that when he arrived at R.B.I., he was told by Dr. Aurandt and Jack Linton that it was approved.

Dr. Clymer stated that he was never told until that meeting that Dr. Aurandt was receiving a salary. Dr. Clymer referred to this as a "sordid business". He stated that "they may have their own opinions as to where blame lies", but that he tended to think of Abraham Lincoln's philosophy about a house divided not standing.

Dr. Clymer stated that he's listened to Mike Parker and Dr. Aurandt for "a long time", including a "long meeting" until 1:00 A.M. Dr. Clymer stated that Mike Parker made some "lousy business decisions". Dr. Clymer stated that he was charged with auditing expenses. He stated that he was "always opposed" to the Partel, Inc. contract. He stated that the profit in the Partel, Inc. contract was "calculated inappropriately".

Dr. Clymer spoke of hearing arguments along the way. He stated that he was in Florida in reference to Dr. Aurandt's first communication stating why the Board of Directors should remove Mike Parker. Dr. Clymer stated that he communicated Dr. Aurandt's communique to Mike Parker.

Dr. Clymer spoke about what he termed "sides". Dr. Clymer stated that he doesn't take "sides" when the Shareholders' interests are at stake. Dr. Clymer stated that he didn't like what he termed the "tone", and said that it sounded to him as though it was one of "you're either with me or against me".

Dr. Clymer stated that he audited Partel, Inc.'s expenses against "valid receipts for claims". He stated that he found a discrepancy for Linda Hendrickson. This claim was agreed to be invalid, and the claim subsequently withdrawn.

Dr. Clymer spoke of what he called a "discouraging thing" of what Dr. Aurandt seemed to him to be doing. Dr. Clymer stated that he has heard Dr. Aurandt say that he's saved the Corporation, and that he's done things in order to save the Corporation. Dr. Clymer stated that it seemed to him that these claims were similar to "putting out a fire in your own house and then saying, 'I set it, too'".

Dr. Clymer stated that "no proper records" were kept, but that the Corporation found a formula with Home Shopping Network that worked to the extent of keeping the Corporation out of Chapter 7. Dr. Clymer stated that he couldn't see why more of an attempt wasn't made to get the Corporation out of Chapter 11. Dr. Clymer stated that in a review of Board of Directors meeting minutes from about 1987, there were attempts at a sale, "all of which failed".

Dr. Clymer stated that it was his conclusion that Dr. Aurandt had to get Mike Parker "to get more knowledge than he had" about getting out of bankruptcy. Dr. Clymer stated that "the minute" Mike Parker got close, Dr. Aurandt had the "inability", like an "inventor", to "let loose". Dr. Clymer stated that he'd already brought this up with Dr. Aurandt and Jack Linton. Dr. Clymer stated that it seemed to him that Dr. Aurandt may have felt as though Mike Parker was trying to "get it away". Dr. Clymer stated that he may be wrong, but that it is his "honest opinion".

Dr. Clymer stated that Dr. Aurandt is what he termed "rolling like a cannon on a loose deck". He stated that Dr. Aurandt has agreed to terms, and then breached the agreements. Dr. Clymer stated that this has caused legal fees and delays. Dr. Clymer stated that after a number of instances, and after Dr. Aurandt had resigned, that Dr. Clymer had said to Dr. Aurandt that he was "inept".

Dr. Clymer spoke of now being at the point of "choosing sides". He concluded that in order to give the Corporation any opportunity for survival, it needs to keep current on its debt. Dr. Clymer stated that he estimates that the Corporation needs to operate for 2 years with a good payment performance. He stated that at that time, he felt that someone may finance the tower move or buy the whole operation, and that someone may get something out of it.

Dr. Clymer stated that "this has gotten to a point where there can't be compromise".

Mike Parker stated that the Reverend Frank McCracken hasn't been advised of this controversy, and may not want to proceed. Mike Parker stated that during Board of Directors meetings, items were discussed, resolutions were signed, and everyone knew what was in the Plan of Reorganization.

Mike Parker stated that it doesn't matter what Mike Parker votes, but that working for expenses only doesn't make him money. Mike Parker stated that he'd told Mr. Schlagel that Dr. Clymer and Mike Parker opposed Mr. Schlagel being the Corporation's attorney. Mike Parker stated that no one has given him any reason for letting him go.

Mike Parker stated that he wasn't going to agree "to give up Dr. Aurandt's stock without proof", and that he wasn't going to grant the salary. Mike Parker stated that Dr. Aurandt has signed every check, or had the checks stamped and then initialled.

Mike Parker stated that "for someone to call me a swindler, I can't work with the man". Mike Parker stated that he hasn't "written a single check".

Mike Parker stated that Jack Linton has contributed to the Corporation coming out of bankruptcy, that Dr. Fischer has contributed, that Dr. Clymer has contributed, and that Dr. Aurandt has contributed. Mike Parker stated that "what Dr. Aurandt did to him was not what helped the Company".

Mike Parker stated that he believed that STV, Reading, Inc., among other entities, needed "an accounting". He stated that "there were funds that should not have gone to Dr. Aurandt that did".

Mike Parker urged Shareholders to vote for the 5 seats. He stated that Irv Cohen had already left, but that before he left, he agreed to serve on the Board of Directors.

Jack Linton stated that he wanted to bring up a couple of points. He stated that as Mike Parker will recall, Jack Linton moved not to terminate the Partel, Inc. contract the first time. Jack Linton referred to a meeting that was called by Mike Parker, at which Mike Parker wanted to see if everyone could work together. Jack Linton stated that he had said that "both were costing too much money" for the Corporation.

Jack Linton asked about the budget projections, and whether Mike Parker had finished them.

Mike Parker stated that no, they have not been sent out yet.

Jack Linton stated that there was going to be a Board of Directors meeting this evening, and a Shareholders' Meeting scheduled for November 12, 1991.

Dr. Clymer spoke of serving the Corporation. He stated that he "will not make further attempts" if Dr. Aurandt is involved. Dr. Clymer stated that this was due to having "no confidence".

Jack Linton stated that he has "the same feeling" about Mike Parker.

Dr. Clymer stated that Mike Parker has a contract.

Jack Linton stated that it "depends on whether he does or not".

Dr. Clymer stated that it is his observation that Mike Parker has more "ability". He stated that when "morality" and "motives" were questioned, these eluded him.

Jack Linton stated that Dr. Clymer had indicated that he thought they were "both pathological liars".

Dr. Clymer stated that he has "changed" his assessment. He stated that the observation was made "very early" in the relationship. Dr. Clymer stated that Mike Parker was "a lot more glib" earlier on. He stated that he has "confidence" in Mike Parker now to a "fair degree", and "none" in Dr. Aurandt.

Jack Linton stated that when he met with Mike Parker, what Mike Parker told him--

Mike Parker stated that Jack Linton has "contributed heavily to this organization".

Mike Parker spoke about the finalizing of loan documents and the finalizing of financial reports. He spoke of the need for a set of books to show if the Corporation is making money or not.

Nelson Long returned to the meeting.

Dr. Clymer stated that as a Director, he needed to insist on getting an accounting firm to give the Corporation a "barometer" of how it is doing. He stated that the Corporation needs financials to know what it's doing. He stated that this was "one of the first things" that he'd told Dr. Aurandt. Dr. Clymer stated that he didn't know if the earlier financials were "improper or not". He stated that now someone can see what is needed to make the Corporation more profitable and what course of action to take to measure the results.

Mike Parker introduced Nelson Long, C.P.A. from Beard & Co.

Nelson Long updated the Shareholders. Nelson Long stated that Beard & Co. was retained by R.B.I. in the summer of 1989 to perform accounting duties. He stated that these duties included normal compliance, mechanizing the system, putting it on the computer.

Mr. Long spoke of the tax return for December 31, 1989. He stated that there was uncertainty about the tax return for December 31, 1988, so they "forced" what was in the middle. He spoke of the "huge" operating loss carry-forward. He spoke of another tax return for December 31, 1990.

Included in the update, Mr. Long referred to the monthly General Ledger, the Cash Receipts Journal, the Cash Payments Journal, the booking of transaction transferring the rights from the sale of the tower, the recording of Administrative Creditors' claims and liabilities relating to those claims, and the recording of the forgiveness and indebtedness with Meridian Bank amounting to \$1.3 million.

It was stated that R.B.I. has been accruing at a rate of 16 percent per month, knowing that it "wouldn't have to pay it". On September 18, 1991 the Corporation was able to generate a Balance Sheet and for the month of October, 1991, a monthly Income Statement. It was stated that to do an audited statement, however, would require "a lot of money".

Dr. Clymer stated that if it wasn't for the "good offices" of Meridian Bank, this project would have "gone down the tubes a long time ago". He stated that Meridian Bank could have put the Corporation into Chapter 7 "at any time".

Mr. Long stated that there are copies of federal tax returns that will be made available to any of the Shareholders who request them.

Ben Bowers inquired as to whose information these financials were based on.

Mr. Long stated that he received the information from Mike Parker.

Jack Linton stated that it was "probably never audited".

Ben Bowers wanted to know what of the information to Mr. Long has been provided by Mike Parker.

Ben Bowers stated that he has listened to what he termed "a one-sided presentation". He stated that he has been acting in such a manner because no one here has any "significant broadcast" knowledge. Ben Bowers stated that the Board of Directors does not have "a lot of broadcast experience".

Ben Bowers stated that he is a Certificate holder. He stated that the difference was that he has worked for the Corporation for a period of approximately two and a half years. He stated that during that time, he worked far in excess of normal business hours. He stated that he felt that this differentiated him from the other Shareholders.

Ben Bowers stated that he also attended the September 14, 1991 Shareholders Meeting. He stated that there was what he termed "a conflict of interest" involving Marvin Mercer and the Corporation and Marvin Mercer and Mike Parker. He stated that Marvin Mercer "could not be objective to the point of thinking about it".

Ben Bowers spoke of "the admission" by Dr. Clymer that it was in Dr. Clymer's opinion that Mike Parker was a "pathologic liar", and--

Dr. Clymer told Ben Bowers not to misquote him.

Ben Bowers stated that he "yielded" to Dr. Clymer's views of Mike Parker. Ben Bowers spoke of Partel, Inc. coming here with personnel to "suck it off for his own coporation".

Ben Bowers stated that the Shareholders are being told that they're going to get stock, and that they'll get money--

Dr. Clymer stated that there was "a possibility of doing this".

Ben Bowers stated that the way it stands now, the Corporation will be in Chapter 7 or Chapter 11 and a "white knight" will come out of the woodwork. He stated that he felt that if Management "spent less time with lawyers", the Corporation would be moved by now.

Ben Bowers then spoke of "intentional malfeasance".

Dr. Clymer asked Ben Bowers to speak in order to be clear.

Ben Bowers stated that Mike Parker questioned the definition of what "intentional malfeasance" was. Ben Bowers stated that it was "malfeasance" because Mike Parker "won't go along with things".

Ben Bowers told the Shareholders that they are making a "serious decision", and that they were getting a "loaded slate" here.

Mr. Wholbruck responded to members of Boards of Directors who don't have product knowledge. He stated that the majority of those who serve on the Boards of Directors of major corporations don't possess product knowledge.

Ben Bowers stated that the Shareholders were "not going to like it". He stated that if he was on the Board of Directors, he would do what he could--

Marvin Mercer spoke of the charge of having a conflict of interest. Marvin Mercer stated that he represents "a couple corporations" for Mike Parker, but that he has not been paid. He stated that in response to the question of his capacity at the September 14, 1991 meeting, he was there as Bankruptcy Counsel for the Corporation at Mike Parker's request.

Marvin Mercer stated that all of his conversations have been done at the direction of Mike Parker.

Marvin Mercer stated that there were other statements agreed to by Dr. Aurandt. Those discussions needed to be agreed to in order to issue the stock. Marvin Mercer stated that the issues discussed were not the "bad things" that Mike Parker was supposed to have done, only what the share issues were.

Mr. Schlagel asked Marvin Mercer if Schnader, Harrison, Segal & Lewis has issued a written opinion.

Mike Parker stated that Schnader, Harrison, Segal & Lewis has issued only a verbal opinion.

Mr. Schlagel asked if Mike Parker was stating that Schnader, Harrison, Segal & Lewis hadn't issued a written opinion.

Mike Parker stated that they had not. He stated that if they had, it would have "cost this company thousands".

Mr. Schlagel stated that he didn't have to be told this. Mr. Schlagel stated that he had read the letter.

Dr. Clymer stated to Jack Linton that he should "remember well" what Dr. Clymer's sentiments were. Dr. Clymer stated that he had referred to Mike Parker and Dr. Aurandt "fighting over a dead horse that's beginning to stink". Dr. Clymer stated that the "horse" is beginning to "stink" because its "flesh is putrid by being cut by attorneys".

Mike Parker stated that through all of it, the Bank lowers the interest payments.

Ben Bowers asked Mike Parker about security for the loan.

Mike Parker stated that half of the profits will be escrowed. He spoke of the 12 1/2 per cent figure. Mike Parker stated that Meridian Bank would retain the principal as a guarantee. He spoke of a number of revisions to the Plan of Reorganization. The Bank came back and stated that if the Corporation was in default, they wouldn't agree to pay what was guaranteed.

Mike Parker stated that the Plan of Reorganization was revised. Instead of keeping the amount in escrow, it would be loaned back to R.B.I. at 8 per cent. In terms of cost, it would be the same. But the Bank would see that it would be paid off quicker. Mike Parker stated that Partel, Inc. would then take the Bank's position.

Mike Parker stated that he's "more than happy" the Corporation is not "under the gun". Mike Parker stated that he is not here to inherit a company that's not successful".



Mike Parker stated that this was the opinion of a judge he'd talked to yesterday.

Ben Bowers asked what would happen if the contract was terminated 10 years from now.

It was stated that if they can't do it for cause, they had better give a reason.

It was stated that if that vote goes through, the Corporation will "never" get Partel, Inc. out of its position.

Dr. Clymer stated that he didn't "give a damn if Parker gets anything out of this".

Ben Bowers asked if this meant that Dr. Clymer was in favor of "interminable contracts".

Jack Linton stated that he would like to retain the letter that Marvin Mercer had given to Ben Bowers. It was the letter that Ben Bowers had asked Marvin Mercer to sign and date. Instead of being signed and dated, it said "Kiss My Ass".

Mike Parker began the voting procedure. He went over the nominees again. He stated that Shareholders could vote for all, or vote for one.

Carolyn Hyman-Brooks explained about cumulative voting. She stated that there were 5 seats available. She stated that each Shareholder's shares have been multiplied by 5 in order to arrive at the total number of votes. She stated that the Shareholders could vote all of their shares for one seat, or divide them among the 5 seats, and that would be the total number.

The ballots started being returned.

Mike Parker began a discussion of the fourth item of the ballot involving garnishment by the I.R.S. (please see attached).

Mike Parker stated that this has been gone over in some detail. He stated that he has been served a garnishment order, which he has turned over to Jack Linton. Mike Parker stated that he has been served by 4 judgement creditors in total who ordered a garnishment of all shares under the Plan of Reorganization. Mike Parker stated that he has sent letters indicating direction.

Jack Linton stated that he had provided information before on the debenture.

Mike Parker stated that he just had to find out whose name it is.

Jack Linton stated that's why the stock was "issued improperly".

Mike Parker spoke of the loans. He referred to Dr. Aurandt's request to issue the shares to Dr. Aurandt and Mrs. Aurandt. The issue of the pension plan was discussed. Mike Parker stated that he felt that the "best" way was to turn the documents over to a court.

Mr. Schlagel asked if Bankruptcy Counsel had any opinions on this.

Jack Linton stated that he will not issue shares for what he considers a "fraudulent transaction". He stated that he will elicit the court to do it. He stated that Mr. Hettrick and the I.R.S. will work to see that the Bank gets what is owed them.

Jack Linton questioned if Mike Parker was opposed to the 6th Modification of the Plan of Reorganization in accordance to how the shares were issued.

Mike Parker stated that he disagreed with Jack Linton's "interpretation" of it.

Jack Linton asked what the language of the Exhibit said.

Dr. Clymer spoke of can't being able to settle a legal question between two opposing points of view.

Jack Linton stated that Marvin Mercer should have never have made that call, and stated that it was a court of "incompetency".

Marvin Mercer stated that he was going to "sue" Jack Linton.

Jack Linton said for Marvin Mercer to "go ahead".

Mike Parker stated that he intended to resolve the dispute. He stated that the Shareholders should know how he feels on this issue. He stated that it may be that the Corporation doesn't "owe any stock to Dr. Aurandt", and stated that the Corporation "may choose to view them as loan repayment".

Jack Linton questioned that if this was done, it represented a compromise, including to Partel, Inc.

Mike Parker stated that after February, the answer is "yes".

A motion was made to adjourn.

Mike Parker apologized that the meeting could not be adjourned at this point. He stated that the votes needed to be counted and on record before the meeting could be adjourned.

Mike Parker stated that he thinks the Bankruptcy Court will order another meeting of the Shareholders.

Jack Linton asked Mike Parker if this was Mike Parker's "legal opinion".

Mike Parker stated that there were "enough lawyers around here".

At 9:40 PM, Carolyn Hyman-Brooks came back to the meeting with the tabulation of Shareholder votes.

It was stated that the Judge of the Election provided the talley.

Carolyn Hyman-Brooks read from the tabulation (please see attached for listing in the event of any discrepancies):

Mike Parker.....	249,311 Votes
Irvin Cohen.....	341,341 Votes
Dr. Clymer.....	249,311 Votes
Reverend McCracken.....	249,311 Votes
Judge Rose.....	249,311 Votes

There was a declaration by the Judge of the Elections.

Upon motion by Mr. Wohlbruck and seconded by Dr. Morrow, the meeting was adjourned.

STATEMENT FOR THE PURPOSE OF OBJECTING TO THE  
TRANSACTION OF ANY BUSINESS AT AN ALLEGED SHAREHOLDERS MEETING

I am Raymond C. Schlegel, Esquire and, along with Jack A. Linton, Esquire, a former shareholder in and the present secretary of Reading Broadcasting, Inc., am attending this meeting for the sole purpose of objecting at the beginning of the meeting to the transaction of any business because the meeting was not lawfully called or convened. This objection is being made pursuant to Section 1705(b) of the Business Corporation Law of 1988 and Article IX, Section 4 of the By-Laws of the Corporation.

We are objecting to the calling and the holding of a claimed shareholders meeting because at the present time there are no shareholders in Reading Broadcasting, Inc. The interest of the shareholders in the corporation under the terms of the amended sixth modification of the corporation's fourth amended Plan of Reorganization became null and void on September 17, 1991, the effective date of the Plan.

On September 14, 1991, the last meeting of the shareholders of the corporation was held at which time a new Board of Directors was elected by a two-thirds majority. The new board was comprised of the prior Board plus the filling of one vacancy. Following that shareholders meeting, the Board of Directors of the corporation met and approved the termination of the Management Services Agreement between the corporation and Partel, Inc. by reason of the

intentional misfeasance of Mike Parker, an officer of Partel, Inc., in the performance of his duties under the Agreement. By reason of that termination, any attempted issuance of stock by Mr. Parker after September 14, 1991 was completely without authority and therefore null and void. For the same reason the call of or any notice given by Mr. Parker of this meeting was a nullity. Further, although Mr. Parker requested the Secretary to call a shareholder's meeting in November he never asked him to call such a meeting for today.

In addition, even assuming that the contract had not been then terminated, the duties and authority of Partel related only to managerial, operational, consulting and other services necessary to manage and operate the Station. The authority of Partel did not extend to such fundamental corporate matters as the issuance of stock certificates. This was recognized in Paragraph 6.a. of the Partel Agreement.

The issuance of stock certificates in this corporation has been customarily performed by the president and secretary of the corporation. In this connection, the bylaws require that the stock certificates are to have the corporate seal affixed, which seal has always been in the custody of Mr. Linton, the Secretary of the Corporation.

The shares claimed to have been issued to you as putative shareholders were allocated by Mr. Parker in a fashion to skew the

voting power of the shareholders of the corporation in favor of Partel, Inc. and against the former shareholders of the corporation.

For all of the foregoing reasons, we object to the transaction of any business at this meeting and at any meeting of any directors elected at this meeting. Should you, notwithstanding this objection, proceed with the transaction of any business, the present duly constituted officers and directors of the corporation will take appropriate action in the appropriate forum to enjoin any attempt to act on the basis of this invalid and unlawfully convened meeting.

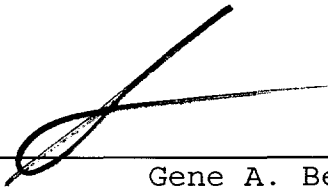
CERTIFICATE OF SERVICE

I certify that I have this 4th day of November 1999, caused copies of the foregoing ADAMS' REPLY TO OPPOSITIONS TO MOTION TO ENLARGE ISSUES (FALSE STATEMENTS AND MISREPRESENTATIONS BY MICHEAL PARKER IN BANKRUPTCY PROCEEDING) to be hand delivered to the offices of the following:

The Hon. Richard L. Sippel  
Administrative Law Judge  
Federal Communications Commission  
445 12th Street, S.W., Room 1-C864  
Washington, D.C. 20554

James Shook, Esq.  
Mass Media Bureau  
Federal Communications Commission  
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Thomas J. Hutton, Esq.  
Holland & Knight, L.L.P.  
Suite 200, 2000 K Street, N.W.  
Washington, D.C. 20006  
Counsel for Reading Broadcasting, Inc.

A handwritten signature in black ink, appearing to read 'Gene A. Bechtel', is written over a horizontal line.

Gene A. Bechtel